

Fill in this information to identify the case

Debtor name 2999TC Acquisitions, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number 21-31954-hdh  
(if known)

Check if this is an amended filing

Official Form 206A/B

Schedule A/B: Assets -- Real and Personal Property

12/15

Disclose all property, real and personal, which the debtor owns or in which the debtor has any other legal, equitable, or future interest. Include all property in which the debtor holds rights and powers exercisable for the debtor's own benefit. Also include assets and properties which have no book value, such as fully depreciated assets or assets that were not capitalized. In Schedule A/B, list any executory contracts or unexpired leases. Also list them on *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G).

Be as complete and accurate as possible. If more space is needed, attach a separate sheet to this form. At the top of any pages added, write the debtor's name and case number (if known). Also identify the form and line number to which the additional information applies. If an additional sheet is attached, include the amounts from the attachment in the total for the pertinent part.

For Part 1 through Part 11, list each asset under the appropriate category or attach separate supporting schedules, such as a fixed asset schedule or depreciation schedule, that gives the details for each asset in a particular category. List each asset only once. In valuing the debtor's interest, do not deduct the value of secured claims. See the instructions to understand the terms used in this form.

Part 1: Cash and cash equivalents

1. Does the debtor have any cash or cash equivalents?

- No. Go to Part 2.  
 Yes. Fill in the information below.

All cash or cash equivalents owned or controlled by the debtor

Current value of  
debtor's interest

2. Cash on hand

3. Checking, savings, money market, or financial brokerage accounts (Identify all)

Name of institution (bank or brokerage firm)	Type of account	Last 4 digits of account number
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3.1. JPMorgan Chase Bank Checking account Checking account 2 3 6 3 \$149.91

4. Other cash equivalents (Identify all)

Name of institution (bank or brokerage firm)

5. Total of Part 1

Add lines 2 through 4 (including amounts on any additional sheets). Copy the total to line 80.

\$149.91

Part 2: Deposits and prepayments

6. Does the debtor have any deposits or prepayments?

- No. Go to Part 3.  
 Yes. Fill in the information below.

Debtor

2999TC Acquisitions, LLC  
Name

Document

Page 2 of 8

Case number (if known)

21-31954-hdh

**7. Deposits, including security deposits and utility deposits**Current value of  
debtor's interest

Description, including name of holder of deposit

**8. Prepayments, including prepayments on executory contracts, leases, insurance, taxes, and rent**

Description, including name of holder of prepayment

**9. Total of Part 2.**

Add lines 7 through 8. Copy the total to line 81.

**\$0.00****Part 3: Accounts receivable****10. Does the debtor have any accounts receivable?** No. Go to Part 4. Yes. Fill in the information below.Current value of  
debtor's interest**11. Accounts receivable**

11a. 90 days old or less: \_\_\_\_\_ - \_\_\_\_\_ face amount = ..... → \_\_\_\_\_ doubtful or uncollectible accounts

11b. Over 90 days old: \_\_\_\_\_ - \_\_\_\_\_ face amount = ..... → \_\_\_\_\_ doubtful or uncollectible accounts

**12. Total of Part 3**

Current value on lines 11a + 11b = line 12. Copy the total to line 82.

**\$0.00****Part 4: Investments****13. Does the debtor own any investments?** No. Go to Part 5. Yes. Fill in the information below.Valuation method  
used for current valueCurrent value of  
debtor's interest**14. Mutual funds or publicly traded stocks not included in Part 1**

Name of fund or stock:

**15. Non-publicly traded stock and interests in incorporated and unincorporated businesses, including any interest in an LLC, partnership, or joint venture**

Name of entity: % of ownership:

**16. Government bonds, corporate bonds, and other negotiable and non-negotiable instruments not included in Part 1**

Describe:

**17. Total of Part 4**

Add lines 14 through 16. Copy the total to line 83.

**\$0.00****Part 5: Inventory, excluding agriculture assets****18. Does the debtor own any inventory (excluding agriculture assets)?** No. Go to Part 6. Yes. Fill in the information below.

Debtor 2999TC Acquisitions, LLC  
Name \_\_\_\_\_

Document Page 3 of 8

Case number (if known) 21-31954-hdh

General description	Date of the last physical inventory MM/DD/YYYY	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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19. Raw materials

20. Work in progress

21. Finished goods, including goods held for resale

22. Other inventory or supplies

23. Total of Part 5

Add lines 19 through 22. Copy the total to line 84.

\$0.00
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24. Is any of the property listed in Part 5 perishable?

- No  
 Yes

25. Has any of the property listed in Part 5 been purchased within 20 days before the bankruptcy was filed?

- No  
 Yes. Book value \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \_\_\_\_\_

26. Has any of the property listed in Part 5 been appraised by a professional within the last year?

- No  
 Yes

**Part 6: Farming and fishing-related assets (other than titled motor vehicles and land)**

27. Does the debtor own or lease any farming or fishing-related assets (other than titled motor vehicles and land)?

- No. Go to Part 7.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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28. Crops--either planted or harvested

29. Farm animals Examples: Livestock, poultry, farm-raised fish

30. Farm machinery and equipment (Other than titled motor vehicles)

31. Farm and fishing supplies, chemicals, and feed

32. Other farming and fishing-related property not already listed in Part 6

33. Total of Part 6.

Add lines 28 through 32. Copy the total to line 85.

\$0.00
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34. Is the debtor a member of an agricultural cooperative?

- No  
 Yes. Is any of the debtor's property stored at the cooperative?  
 No  
 Yes

35. Has any of the property listed in Part 6 been purchased within 20 days before the bankruptcy was filed?

- No  
 Yes. Book value \_\_\_\_\_ Valuation method \_\_\_\_\_ Current value \_\_\_\_\_

36. Is a depreciation schedule available for any of the property listed in Part 6?

- No  
 Yes

37. Has any of the property listed in Part 6 been appraised by a professional within the last year?

- No  
 Yes

Debtor 2999TC Acquisitions, LLC Name  
Case number (if known) 21-31954-hdh**Part 7: Office furniture, fixtures, and equipment; and collectibles****38. Does the debtor own or lease any office furniture, fixtures, equipment, or collectibles?**

- No. Go to Part 8.  
 Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**39. Office furniture****40. Office fixtures****41. Office equipment, including all computer equipment and communication systems equipment and software****42. Collectibles** Examples: Antiques and figurines; paintings, prints, or other artwork; books, pictures, or other art objects; china and crystal; stamp, coin, or baseball card collections; other collections, memorabilia, or collectibles**43. Total of Part 7.**

Add lines 39 through 42. Copy the total to line 86.

**\$0.00****44. Is a depreciation schedule available for any of the property listed in Part 7?**

- No  
 Yes

**45. Has any of the property listed in Part 7 been appraised by a professional within the last year?**

- No  
 Yes

**Part 8: Machinery, equipment, and vehicles****46. Does the debtor own or lease any machinery, equipment, or vehicles?**

- No. Go to Part 9.  
 Yes. Fill in the information below.

General description Include year, make, model, and identification numbers (i.e., VIN, HIN, or N-number)	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**47. Automobiles, vans, trucks, motorcycles, trailers, and titled farm vehicles****48. Watercraft, trailers, motors, and related accessories** Examples: Boats trailers, motors, floating homes, personal watercraft, and fishing vessels**49. Aircraft and accessories****50. Other machinery, fixtures, and equipment (excluding farm machinery and equipment)****51. Total of Part 8.**

Add lines 47 through 50. Copy the total to line 87.

**\$0.00****52. Is a depreciation schedule available for any of the property listed in Part 8?**

- No  
 Yes

**53. Has any of the property listed in Part 8 been appraised by a professional within the last year?**

- No  
 Yes

Debtor

2999TC Acquisitions, LLC

Document

Page 5 of 8

Case number (if known)

21-31954-hdh**Part 9: Real property****54. Does the debtor own or lease any real property?** No. Go to Part 10. Yes. Fill in the information below.**55. Any building, other improved real estate, or land which the debtor owns or in which the debtor has an interest**

Description and location of property Include street address or other description such as Assessor Parcel Number (APN), and type of property (for example, acreage, factory, warehouse, apartment or office building), if available.	Nature and extent of debtor's interest in property	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**55.1. 2999 Turtle Creek Blvd.**Dallas, Texas 75219LandBased on Appraisal\$56,400,000.00**56. Total of Part 9.**

Add the current value on lines 55.1 through 55.6 and entries from any additional sheets. Copy the total to line 88.

\$56,400,000.00**57. Is a depreciation schedule available for any of the property listed in Part 9?**

No  
 Yes

**58. Has any of the property listed in Part 9 been appraised by a professional within the last year?**

No  
 Yes

**Part 10: Intangibles and Intellectual Property****59. Does the debtor have any interests in intangibles or intellectual property?** No. Go to Part 11. Yes. Fill in the information below.

General description	Net book value of debtor's interest (Where available)	Valuation method used for current value	Current value of debtor's interest
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**60. Patents, copyrights, trademarks, and trade secrets****61. Internet domain names and websites****62. Licenses, franchises, and royalties****63. Customer lists, mailing lists, or other compilations****64. Other intangibles, or intellectual property**Development documents for Mandarin Project \$250,000.00**65. Goodwill****66. Total of Part 10.**

Add lines 60 through 65. Copy the total to line 89.

\$250,000.00**67. Do your lists or records include personally identifiable information of customers (as defined in 11 U.S.C. §§ 101(41A) and 107)?**

No  
 Yes

**68. Is there an amortization or other similar schedule available for any of the property listed in Part 10?**

No  
 Yes

**69. Has any of the property listed in Part 10 been appraised by a professional within the last year?**

No  
 Yes

Debtor 2999TC Acquisitions, LLC Document Page 6 of 8 Case number (if known) 21-31954-hdh

## Part 11: All other assets

### 70. Does the debtor own any other assets that have not yet been reported on this form?

Include all interests in executory contracts and unexpired leases not previously reported on this form.

No. Go to Part 12.

Yes. Fill in the information below.

### 71. Notes receivable

Description (include name of obligor)

### 72. Tax refunds and unused net operating losses (NOLs)

Description (for example, federal, state, local)

### 73. Interests in insurance policies or annuities

### 74. Causes of action against third parties (whether or not a lawsuit has been filed)

Claims against Nitya Capital, LLC for breach of funding commitment \$3,500,000.00

Nature of claim Breach of Funding Commitment

Amount requested \$3,500,000.00

Claim against Hodges for return of monies \$100,000.00

Nature of claim Return of Funds

Amount requested \$100,000.00

Claims against HNGH for return of the property and related claims \$16,000,000.00

Nature of claim Return of Property/Causes of Action

Amount requested \$16,000,000.00

### 75. Other contingent and unliquidated claims or causes of action of every nature, including counterclaims of the debtor and rights to set off claims

### 76. Trusts, equitable or future interests in property

### 77. Other property of any kind not already listed Examples: Season tickets, country club membership

### 78. Total of Part 11.

Add lines 71 through 77. Copy the total to line 90.

\$19,600,000.00

### 79. Has any of the property listed in Part 11 been appraised by a professional within the last year?

No

Yes

Debtor 2999TC Acquisitions, LLC Document Page 7 of 8 Case number (if known) 21-31954-hdh**Part 12: Summary**

In Part 12 copy all of the totals from the earlier parts of the form.

Type of property	Current value of personal property	Current value of real property
80. Cash, cash equivalents, and financial assets. <i>Copy line 5, Part 1.</i>	<u>\$149.91</u>	
81. Deposits and prepayments. <i>Copy line 9, Part 2.</i>	<u>\$0.00</u>	
82. Accounts receivable. <i>Copy line 12, Part 3.</i>	<u>\$0.00</u>	
83. Investments. <i>Copy line 17, Part 4.</i>	<u>\$0.00</u>	
84. Inventory. <i>Copy line 23, Part 5.</i>	<u>\$0.00</u>	
85. Farming and fishing-related assets. <i>Copy line 33, Part 6.</i>	<u>\$0.00</u>	
86. Office furniture, fixtures, and equipment; and collectibles. <i>Copy line 43, Part 7.</i>	<u>\$0.00</u>	
87. Machinery, equipment, and vehicles. <i>Copy line 51, Part 8.</i>	<u>\$0.00</u>	
88. Real property. <i>Copy line 56, Part 9.</i> →		<u>\$56,400,000.00</u>
89. Intangibles and intellectual property. <i>Copy line 66, Part 10.</i>	<u>\$250,000.00</u>	
90. All other assets. <i>Copy line 78, Part 11.</i>	<u>+ \$19,600,000.00</u>	
91. Total. Add lines 80 through 90 for each column.	91a. <u>\$19,850,149.91</u>	91b. <u>\$56,400,000.00</u>
92. Total of all property on Schedule A/B. Lines 91a + 91b = 92.		<u>\$76,250,149.91</u>

**Fill in this information to identify the case and this filing:**

Debtor Name 2999TC Acquisitions, LLC

United States Bankruptcy Court for the: NORTHERN DISTRICT OF TEXAS

Case number 21-31954-hdh  
(if known)

**Official Form 202**

**Declaration Under Penalty of Perjury for Non-Individual Debtors**

**12/15**

An individual who is authorized to act on behalf of a non-individual debtor, such as a corporation or partnership, must sign and submit this form for the schedules of assets and liabilities, any other document that requires a declaration that is not included in the document, and any amendments of those documents. This form must state the individual's position or relationship to the debtor, the identity of the document, and the date. Bankruptcy Rules 1008 and 9011.

**WARNING -- Bankruptcy fraud is a serious crime. Making a false statement, concealing property, or obtaining money or property by fraud in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**

**Declaration and signature**

I am the president, another officer, or an authorized agent of the corporation; a member or an authorized agent of the partnership; or another individual serving as a representative of the debtor in this case.

I have examined the information in the documents checked below and I have a reasonable belief that the information is true and correct:

- Schedule A/B: Assets--Real and Personal Property* (Official Form 206A/B)  
 *Schedule D: Creditors Who Have Claims Secured by Property* (Official Form 206D)  
 *Schedule E/F: Creditors Who Have Unsecured Claims* (Official Form 206E/F)  
 *Schedule G: Executory Contracts and Unexpired Leases* (Official Form 206G)  
 *Schedule H: Codebtors* (Official Form 206H)  
 *A Summary of Assets and Liabilities for Non-Individuals* (Official Form 206-Summary)  
 Amended Schedule \_\_\_\_\_  
 *Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders* (Official Form 204)  
 Other document that requires a declaration \_\_\_\_\_

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 12/08/2021  
MM / DD / YYYY

**X /s/ Tim Barton**  
Signature of individual signing on behalf of debtor

**Tim Barton**

Printed name

**President**

Position or relationship to debtor